

FILE COPY



**CERTIFICATE OF INCORPORATION
ON CHANGE OF NAME**

Company No. 5154132

The Registrar of Companies for England and Wales hereby certifies that

WAVEANGEL PUBLIC LIMITED COMPANY

having by special resolution changed its name, is now incorporated
under the name of

AIRE VALLEY FUNDING 3 PLC

Given at Companies House, London, the 7th July 2004



C051541326



THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES



Companies House

— for the record —

CH. ACC.



THE COMPANIES ACTS 1985 to 1989

Company Number 5154132

SPECIAL RESOLUTION OF WAVEANGEL PUBLIC LIMITED COMPANY

We, the undersigned, INSTANT COMPANIES LIMITED and SWIFT INCORPORATIONS LIMITED, being all the members for the time being of the above-named Company entitled to receive notice of and to attend and vote at General Meetings HEREBY PASS the following resolution as a Special Resolution and agree that the said resolution shall, pursuant to Clause 53 in Table A (which clause is embodied in the Articles of Association of the Company) or pursuant to any applicable rule of law, for all purposes be as valid and effective as if the same had been passed at a General Meeting of the Company duly convened and held.

It is resolved:

That the name of the Company be changed to Aire Valley Funding 3 PLC

Date: 6 July 2004

.....
(AUTHORISED SIGNATORY OF INSTANT COMPANIES LIMITED)

.....
(AUTHORISED SIGNATORY OF SWIFT INCORPORATIONS LIMITED)

Jordans Limited
20-22 Bedford Row
London WC1R 4JS
Ref: 3X497

RES 1.CFP

